

Submit 1 Copy To Appropriate District
 Office
 District I - (575) 393-6161
 1625 N. French Dr., Hobbs, NM 88240
 District II - (575) 748-1283
 811 S. First St., Artesia, NM 88210
 District III - (505) 334-6178
 1000 Rio Brazos Rd., Aztec, NM 87410
 District IV - (505) 476-3460
 1220 S. St. Francis Dr., Santa Fe, NM
 87505

State of New Mexico
 Energy, Minerals and Natural Resources

Form C-103
 Revised August 1, 2011

OIL CONSERVATION DIVISION
 1220 South St. Francis Dr.
 Santa Fe, NM 87505

WELL API NO. 30-025-41709
5. Indicate Type of Lease STATE <input checked="" type="checkbox"/> FEE <input type="checkbox"/>
6. State Oil & Gas Lease No. LG36200000
7. Lease Name or Unit Agreement Name RED HILLS WEST 16 STATE W3
8. Well Number 9H
9. OGRID Number 217817
10. Pool name or Wildcat WC-025 G-09 S263216A; WOLFCAMP
11. Elevation (Show whether DR, RKB, RT, GR, etc.) 3226'

SUNDRY NOTICES AND REPORTS ON WELLS
 (DO NOT USE THIS FORM FOR PROPOSALS TO DRILL OR TO DEEPEN OR PLUG BACK TO A DIFFERENT RESERVOIR. USE "APPLICATION FOR PERMIT" (FORM C-103) FOR SUCH PROPOSALS.)

1. Type of Well: Oil Well Gas Well Other

2. Name of Operator
CONOCOPHILLIPS COMPANY

3. Address of Operator
600 N DAIRY ASHFORD, P10 3087 HOUSTON TEXAS 77079

4. Well Location
 Unit Letter A : 250 feet from the NORTH line and 330 feet from the EAST line
 Section 16 Township 26S Range 32E NMPM County LEA

RECEIVED
 JUL 23 2014

12. Check Appropriate Box to Indicate Nature of Notice, Report or Other Data

NOTICE OF INTENTION TO:		SUBSEQUENT REPORT OF:	
PERFORM REMEDIAL WORK <input type="checkbox"/>	PLUG AND ABANDON <input type="checkbox"/>	REMEDIAL WORK <input type="checkbox"/>	ALTERING CASING <input type="checkbox"/>
TEMPORARILY ABANDON <input type="checkbox"/>	CHANGE PLANS <input type="checkbox"/>	COMMENCE DRILLING OPNS. <input type="checkbox"/>	P AND A <input type="checkbox"/>
PULL OR ALTER CASING <input type="checkbox"/>	MULTIPLE COMPL <input type="checkbox"/>	CASING/CEMENT JOB <input type="checkbox"/>	
DOWNHOLE COMMINGLE <input type="checkbox"/>			
OTHER: CONSTRUCT A FRESH WATER FRAC POND <input checked="" type="checkbox"/>		OTHER: <input type="checkbox"/>	

13. Describe proposed or completed operations. (Clearly state all pertinent details, and give pertinent dates, including estimated date of starting any proposed work). SEE RULE 19.15.7.14 NMAC. For Multiple Completions: Attach wellbore diagram of proposed completion or recompletion.

ConocoPhillips Company respectfully requests to construct a 500 foot X 500 foot fresh water frac pond in the SE/4 of the NW/4 and SW/4 of the NE/4 of Section 16-T26S-R32E and a 150 foot X 250 foot staging area in the SW/4 of the NE/4 of Section 16-T26S-R32E. The fresh water frac pond will be used for wells in Section 16-T26S-R32E and may also be used for wells in other sections of Lea and Eddy County.

Please see the attached location survey.

Spud Date:

Rig Release Date:

I hereby certify that the information above is true and complete to the best of my knowledge and belief.

SIGNATURE Kristina Mickens TITLE Sr. Regulatory Specialist DATE 07/22/2014

Type or print name KRISTINA MICKENS E-mail address: kristina.mickens@cop.com PHONE: (281)206-5281

For State Use Only

APPROVED BY: [Signature] TITLE Environmental Specialist DATE 7-29-14
 Conditions of Approval (if any):

JUL 29 2014

[Handwritten initials]

**RED HILLS WEST 16 STATE FRAC POND
Easement
For ConocoPhillips Company
Lea County, New Mexico**

EXHIBIT "A"

500 FOOT X 500 FOOT POND EASEMENT

DESCRIPTION OF A 500 FOOT X 500 FOOT EASEMENT AND A 150 FOOT X 250 FOOT STAGING AREA SITUATED IN THE SE/4 OF THE NW/4 AND THE SW/4 OF THE NE/4 OF SECTION 16, T-26-S, R-32-E, SAID EASEMENT DESCRIBED AS FOLLOWS:

BEGINNING AT A POINT WITHIN THE SW/4 OF THE NE/4 OF SECTION 16 FROM WHICH THE NORTHEAST CORNER OF SECTION 9 AND THE NORTHWEST CORNER OF SECTION 10 BEARS N 18°23'57" E, A DISTANCE OF 7036.60';

THENCE S 00°34'43" E, A DISTANCE OF 250.00 FEET TO A POINT;

THENCE N 89°25'17" E, A DISTANCE OF 150.00 FEET TO A POINT;

THENCE S 00°34'43" E, A DISTANCE OF 250.00 FEET TO A POINT;

THENCE S 89°25'17" W, A DISTANCE OF 650.00 FEET TO A POINT;

THENCE N 00°34'43" W, A DISTANCE OF 500.00 FEET TO A POINT;

THENCE N 89°25'17" E, A DISTANCE OF 500.00 FEET TO THE **POINT OF BEGINNING** OF THIS HEREIN DESCRIBED EASEMENT, AND CONTAINING 6.600 ACRES OF LAND, MORE OR LESS.

For reference and further information see Dwg. No. 51018.01-NM-LE-001_REV1 prepared by LW Survey Engineering & Design Company dated 06/23/14.

Basis of Bearing: G.P.S., TX. South Central Zone, NAD' 27

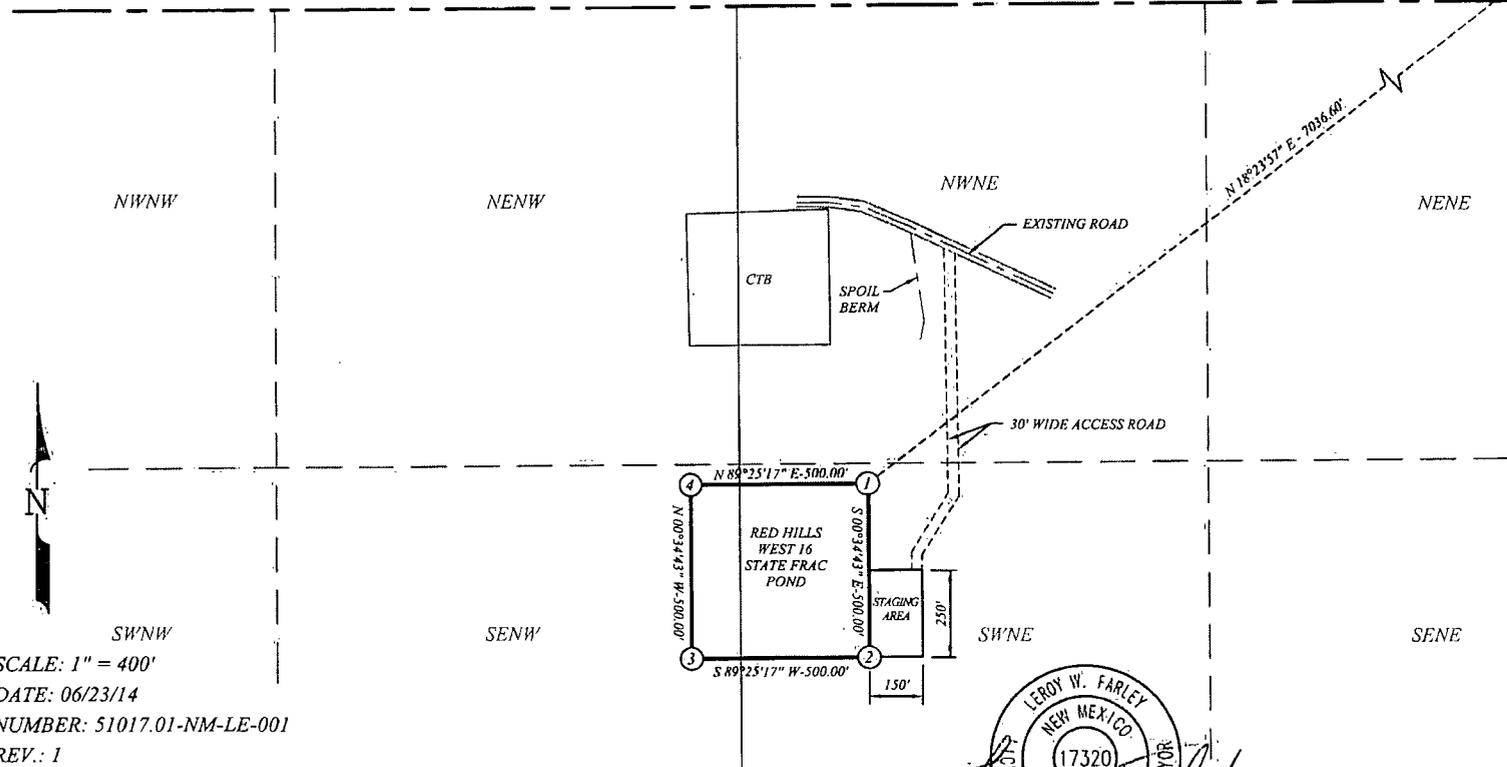
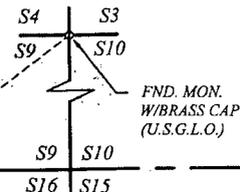


LeRoy W. Farley
Professional Surveyor No. 17320



L.W. SURVEY COMPANY
 1619 E. COMMON ST.,
 SUITE 1001, BLDG. "J"
 NEW BRAUNFELS, TX 78130
 Firm No. 10193785
 830-387-4525

RED HILLS WEST 16 STATE FRAC POND
 Easement for ConocoPhillips Company
 In the SE/4 NW/4, SW/4 NE/4 of Section 16, Township 26 South, Range 32 East
 Lea County, State of New Mexico
 EXHIBIT "B"



GEOGRAPHIC COORDINATES BASED ON
 NORTH AMERICAN DATUM 1927
 (X) - DENOTES POINT NUMBER

PT. NO.	LATITUDE	LONGITUDE
1	32.046534 N	103.678260 W
2	32.045159 N	103.678254 W
3	32.045154 N	103.679867 W
4	32.046528 N	103.679874 W

SCALE: 1" = 400'
 DATE: 06/23/14
 NUMBER: 51017.01-NM-LE-001
 REV.: 1
 DRAWN: DPS
 FILE NAME: 51017.01-NM-LE-001_Rev1.dwg



LEROY W. FARLEY
 NEW MEXICO
 17320
 PROFESSIONAL SURVEYOR
 6/23/2014

NOTES:
 1) THE INTENT OF THIS SURVEY IS TO ACQUIRE A BUSINESS LEASE FOR THE PURPOSE OF BUILDING A FRAC POND.
 2) BASIS OF BEARINGS IS NEW MEXICO STATE PLANE EAST ZONE.

LEGEND

- EXISTING CORNERS FOUND
- ▲ P.I. STATION
- x - EXISTING FENCE LINE
- - - PROPERTY LINES
- - - SURVEY LINES
- - - EASEMENT LINES
- - - CENTERLINE PIPELINES
- - - TEMPORARY WORK SPACE
- - - PAD LINES PER THIS SURVEY